

NVB 2016 (05/2022)

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

**Fee Application Cover Sheet**

Case No.: 23-10423-MKN Chapter: 11 Hearing Date/Time: 10/2/2024 09:30Debtor: Cash Cloud, Inc., dba Coin CloudApplicant: Baker & Hostetler LLPDate of Employment: May 5, 2023Interim Fee Application No: \_\_\_\_\_ OR Final Fee Application X**Amounts Requested:**Client Approval: Yes ☒ No ☐Fees: \$ 202,183.50Expenses: \$ 511.68Total: \$ 202,695.18Hours: 237.20Blended Rate: \$ 852.37

Fees Previously Requested: \$ \_\_\_\_\_

Awarded: \$ \_\_\_\_\_

Expenses Previously Requested: \$ \_\_\_\_\_

Awarded: \$ \_\_\_\_\_

Total Previously Requested: \$ \_\_\_\_\_

Awarded: \$ \_\_\_\_\_

Total Amount Paid: \$ \_\_\_\_\_

**Chapter 13 Cases ONLY:**Yes ☐ No ☐ Elected to accept the Chapter 13 Presumptive Fee pursuant to LR 2016.2, and filed the "Notice of Election to Accept the Presumptive Fee" on \_\_\_\_\_.Yes ☐ No ☐ Participated in the Mortgage Mediation Program: **If yes**, amount received: \$ \_\_\_\_\_

I certify under penalty of perjury that the above is true.

/s/ Robert A. Musiala  
Signature

Date 08/30/2024

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*Regulatory Counsel for Debtor*

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re

CASH CLOUD, INC.,  
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**BAKER & HOSTETLER'S FINAL FEE  
APPLICATION FOR SERVICES  
RENDERED AND EXPENSES  
INCURRED FROM APRIL 1, 2023  
THROUGH APRIL 30, 2024**

Hearing Date: October 2, 2024  
Hearing Time: 9:30 a.m.

Baker & Hostetler ("B&H" or "Applicant"), regulatory counsel to Cash Cloud, Inc., dba Coin Cloud ("Debtor"), debtor and debtor in possession in the above-referenced chapter 11 bankruptcy case (the "Chapter 11 Case"), respectfully submits its Final Fee Application for Services Rendered and Expenses Incurred (the "Final Fee Application") for the Period from April 1, 2023 through April 30, 2024 (the "Final Fee Period"), pursuant to the *Order Authorizing Retention and Employment of Baker & Hostetler LLP as Regulatory Counsel to Debtor* [ECF No. 525] (the "Retention Order") and the Court's *Order Granting Debtor's Motion Pursuant to 11 U.S.C. §§ 105(a) and 331, And Fed. R. Banker. P. 2016, Authorizing and Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 321] (the "Interim Compensation Procedures Order").

In support of the Final Fee Application, B&H respectfully represents as follows:

### MONTHLY FEE APPLICATION SUBMISSIONS

Application Period	Fees Incurred (100%)	Fees Incurred (80%)	Expenses Incurred (100%)	Total Fees & Costs (100% Fees + 100% Costs)	Amount Requested in Monthly Fee Statements (80% Fees + 100% Costs)	Amounts Received from Debtors to Date
April 1, 2023 thru April 30, 2023	\$11,626.00	\$9,300.80	\$0.00	\$11,626.00	\$9,300.80	\$9,300.80
May 1, 2023 thru May 31, 2023	\$162,911.50	\$130,329.20	\$511.68	\$163,423.18	\$130,840.88	\$40,699.20
June 1, 2023 thru June 30, 2023	\$7,334.00	\$5,687.20	\$0.00	\$7,334.00	\$5,687.20	\$0.00
July 1, 2023 thru July 31, 2023	\$8,859.00	\$7,087.00	\$0.00	\$8,859.00	\$7,087.00	\$0.00
August 1, 2023 thru August 31, 2023	\$1,552.00	\$1,241.60	\$0.00	\$1,552.00	\$1,241.60	\$0.00
September 1, 2023 thru September 30, 2023	None filed.					
October 1, 2023 thru October 31, 2023	\$3,880.00	\$3,104.00	\$0.00	\$3,880.00	\$3,104.00	\$0.00
<b>TOTALS</b>	<b>\$196,162.50</b>	<b>\$156,930.00</b>	<b>\$511.68</b>	<b>\$196,674.18</b>	<b>\$157,441.48</b>	<b>\$50,000.00</b>

B&H also incurred fees in the sum of \$6,021.00 in the preparation of the instant Final Fee Application and the exhibits in support in April 2024. No expenses were incurred in the preparation of the Final Fee Application. B&H requests said fees be considered and approved as part of the Final Fee Application.

This Final Fee Application seeks an order allowing payment of the full amount of fees and expenses incurred during the Final Fee Period in the sum of \$202,183.50 in fees and \$511.68 in expenses, or a total of \$202,695.18 (the “Requested Compensation”). Of the Requested

1 Compensation, B&H received payment of \$50,000.00, with a remaining balance of \$152,695.18.  
 2 B&H submitted monthly fee statements for the work performed for the Debtor in connection with  
 3 this case (the “Monthly Fee Statements”). No objections to the Monthly Fee Statements were filed.

4 B&H supports this Final Fee Application with the *Declaration of Robert A. Musiala* (the  
 5 “Musiala Declaration”), the Monthly Fee Statements attached to the Musiala Declaration as  
 6 **Exhibit 1**, the invoice for April 2024 fees (the “April 2024 Invoice”) attached to the Musiala  
 7 Declaration as **Exhibit 2**, the *Declaration of Daniel Ayala* (the “Ayala Declaration”), the Retention  
 8 Order, the Interim Compensation Procedures Order, all other papers and pleadings filed in the  
 9 Chapter 11 Case, any arguments of counsel the Court may entertain at the hearing noted above and  
 10 the following representations:

11 **I. Introduction**

12 1. On February 7, 2023, the Debtor filed a voluntary petition for relief.

13 2. The Court has jurisdiction over this Final Fee Application, pursuant to 28 U.S.C.  
 14 § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of  
 15 Debtor’s Chapter 11 Case and this Application is proper under 28 U.S.C. §§ 1408 and 1409. The  
 16 statutory predicates for the relief sought herein are sections 327 and 328 of the Bankruptcy Code.

17 3. The Debtor’s application to retain B&H (the “B&H Retention Application”), and  
 18 supporting papers, were filed with the Court on April 24, 2023. ECF Docket Nos. 449, 450, 451.

19 4. A Supplemental Declaration in support of the B&H Retention Application was filed  
 20 with the Court on May 4, 2023. ECF Docket No. 515.

21 5. B&H was retained as regulatory counsel to the Debtor pursuant to the Retention  
 22 Order, dated and entered on May 5, 2023. ECF Docket No. 525.

23 6. On May 9, 2023, the Debtor paid B&H a retainer of \$50,000.00 (the “Retainer”) as  
 24 authorized by the Retention Order. B&H applied the Retainer, subject to the required holdback, to  
 25 the April 2023 and May 2023 Monthly Fee Statements, with the balance of the Requested  
 26 Compensation remaining unpaid (ECF Docket Nos. 607 and 792, respectively). *See* Musiala  
 27 Declaration, ¶ 8; Ayala Declaration, ¶ 4.

7. B&H has endeavored to monitor and coordinate with the Debtor's counsel in this Chapter 11 Case to ensure a clear delineation of each firm's respective roles in connection with the representation of the Debtor in this Chapter 11 Case and to prevent duplication of services. The professional services performed and expenses incurred by B&H were actual and necessary to preserve and protect the value of the Debtor's assets and estate. *See* Musiala Declaration, ¶ 9.

8. As noted, B&H submitted the Monthly Fee Statements in connection with its representation of the Debtor:

a. The April fee statement (the "April Statement") was for the period of April 4, 2023 through April 30, 2023 (ECF Docket No. 607). A Certificate of No Objection to the April Statement was filed with the Court on June 21, 2023 (ECF Docket No. 740).

b. The May fee statement (the "May Statement") was for the period of May 1, 2023 through May 31, 2023 (ECF Docket No. 792). A Certificate of No Objection to the May Statement was filed with the Court on August 2, 2023 (ECF Docket No. 1002).

c. The June fee statement (the "June Statement") was for the period of June 1, 2023 through June 30, 2023 (ECF Docket No. 1114). A Certificate of No Objection to the June Statement was filed with the Court on October 17, 2023 (ECF Docket No. 1391).

d. The combined July and August 2023 fee statement (the "July & August Statement") was for the combined period of July 1, 2023 through July 31, 2023 and August 1, 2023 through August 31, 2023 (ECF Docket No. 1245). A Certificate of No Objection to the July/August Statement was filed with the Court on October 6, 2023 (ECF Docket No. 1354).

e. B&H did not file a monthly fee statement for September 2023.

f. The October 2023 fee statement (the "October Statement") was for the period of October 1, 2023 through October 31, 2023 (ECF Docket No. 1528). A Certificate of No Objection to the October Statement was filed with the Court on January 4, 2023 (ECF Docket No. 1559).

g. As noted above, B&H also incurred fees in the sum of \$6,021.00 in the preparation of the instant Final Fee Application and exhibits in April 2024. No expenses

were incurred in the preparation of the Final Fee Application. B&H requests said fees be considered and approved as part of the Final Fee Application.

See Musiala Declaration, ¶ 10 & **Exhibits 1 & 2** thereto; Ayala Declaration, 5.

## **II. Compensation Request**

9. During the Final Fee Period, B&H incurred \$202,183.50 in fees for necessary professional services rendered and \$511.68 in necessary expenses, for a total of \$202,695.18 in Requested Compensation. This Final Fee Application seeks an order approving, allowing and authorizing the Debtor's payment of the Requested Compensation. To date, for the Final Fee Period, B&H has received only the Retainer (of \$50,000.00) from the Debtor, as detailed in the chart set forth above. This Final Fee Application seeks an order approving, allowing and authorizing payment of the Requested Compensation. See Musiala Declaration, ¶ 7, 8.

## **III. Tasks Performed By B&H During The Application Period**

10. B&H assisted Debtor in various regulatory compliance matters before state agencies in relation to Debtor's money transmitter licensing status and related regulatory obligations at both the state and federal level, and any other financial regulatory compliance and outside general counsel services. See Musiala Declaration, ¶ 5.

11. The summary above is intended to highlight a number of the services rendered by B&H in service of the Debtor. It is not meant to be a detailed description of all of the work performed by B&H during the Final Fee Period. Detailed descriptions of the day-to-day services provided by B&H and the time expended performing such services in each project billing category are fully set forth in the Monthly Fee Statements and April 2024 Invoice attached to the Musiala Declaration as **Exhibits 1 & 2**. Such detailed descriptions indicate the actual services performed and the professionals who rendered said services.

## **IV. Summary of Fees**

12. The Final Fee Application covers B&H's fees incurred during the Final Fee Period. These fees are consistent with B&H's arrangement with Debtor that the Court approved in the B&H Retention Order.

**SUMMARY OF PROFESSIONALS**

April 1, 2023 Through April 30, 2024

<u>Attorney</u>	<u>Hourly Rate</u>	<u>Application Hours</u>	<u>Total Fees</u>
Terry M. Brennan – Partner	\$950.00	.3	\$285.00
Jonathan A. Forman – Partner	\$1,150.00	35.9	\$41,285.00
Elyssa S. Kates – Counsel	\$1,090.00	1.8	\$1,962.00
Christopher W. Lamb - Associate	\$500.00	27.9	\$13,950.00
Robert A. Musiala – Partner	\$900.00	71	\$63,900.00
Veronica Reynolds – Associate	\$725.00	70.5	\$51,112.50
Michael A. Sabella – Counsel	\$970.00	24.4	\$23,668.00
Michael A. Sabella – Counsel	\$1,115.00	5.4	\$6,021.00
<b>Subtotal</b>		237.2	\$202,183.50

13. B&H's professionals have expended a total of 237.2 hours rendering professional services to or on behalf of the Debtor in connection with this Chapter 11 case during the Final Fee Period, as detailed in the Summary of Professionals chart set forth above. The nature of the work performed by these individuals is fully set forth in the Monthly Fee Statements and April 2024 Invoice attached to the Musiala Declaration as **Exhibits 1 & 2**. The hourly rates charged are B&H's normal hourly rates for work of this type. Thus, the reasonable value of the professional services rendered and expenses incurred by B&H to or on behalf of Debtor during the Final Fee Period is \$202,695.18. *See* Musiala Declaration, ¶¶ 7, 8, 11 & 13; Ayala Declaration, ¶ 5.

14. B&H's rates and fees are based on each professional's experience level and are set at a level designed to compensate B&H fairly for the work of its professionals and paraprofessionals and to cover fixed and routine overhead expenses. B&H's hourly rates are comparable to the rates charged by other law firms across the country for comparable regulatory work, and B&H believes its rates are reasonable and justified in light of its professionals' experience and the complexity of the work involved. *See* Musiala Declaration, ¶ 12.

15. In accordance with the factors enumerated in Bankruptcy Code section 330, B&H and Debtor respectfully submit that the Requested Compensation is fair and reasonable given (a) the complexity of the matters handled for Debtor during the pendency of the Chapter 11 Case, (b) the

time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services in a case other than under this title. See Musiala Declaration, ¶ 14; Ayala Declaration, ¶ 6.

**V. CONCLUSION**

WHEREFORE, B&H respectfully requests (i) that the Court enter an order approving, on a final basis, the full amount of \$202,183.50 for all professional fees for services performed by B&H for or on behalf of Debtor in connection with this Chapter 11 Case as well as expenses incurred in the sum of \$511.68, for a total of \$202,695.18 in Requested Compensation, and (ii) for such other and further relief as the Court may deem just and proper.

Dated this 9th day of July, 2024.

**BAKER & HOSTETLER LLP**

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Respectfully submitted by:

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